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September 15, 2003

Chairman Deborah Tate
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

03-00521

RE: Charter Fiberlink-Tennessee's Application for Certificate to Provide Competing Local Telecommunications Services

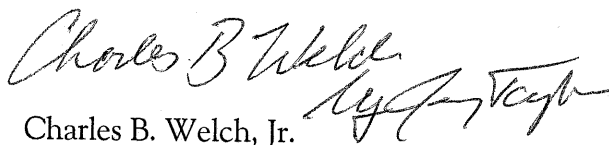
Dear Chairman Tate:

Please find enclosed an original and 14 copies of the above referenced Application for Certificate to Provide Competing Local Telecommunications Services. I have enclosed our firm check in the amount of \$25.00 to cover the filing fee. Please date stamp a copy for our records.

Thank you for your assistance regarding this matter. If you have any questions or if I may be of further assistance, please do not hesitate to contact me.

Very truly yours,

FARRIS MATHEWS BRANAN
BOBANGO & HELLEN, PLC


Charles B. Welch, Jr.

CBW/cad

Enclosures

BEFORE THE TENNESSEE REGULATORY AUTHORITY

IN RE:

**APPLICATION OF CHARTER
FIBERLINK-TENNESSEE, LLC
FOR A CERTIFICATE OF PUBLIC CONVENIENCE
AND NECESSITY TO PROVIDE
TELECOMMUNICATIONS SERVICES IN THE STATE OF
TENNESSEE**

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) **Docket No.** _____
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**CHARTER FIBERLINK-TENNESSEE, LLC'S APPLICATION FOR CERTIFICATE
TO PROVIDE COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

Pursuant to TCA § 65-4-201, the applicable rules of the Tennessee Regulatory Authority ("TRA") and the Federal Telecommunications Act of 1996 ("Federal Act" or "Act"), 47 U.S.C. § 251 et seq., Charter Fiberlink-Tennessee, LLC ("Charter") respectfully requests that the Tennessee Regulatory Authority ("TRA") grant to it, authority to provide competing, facilities-based, local exchange, interexchange, and resold local exchange telecommunications service throughout the State of Tennessee in all areas permitted by law. Charter is willing and able to comply with all applicable rules and regulations pertaining to the provision of such services.

Initially, Charter will provide private line services including, (non-switched) private line and other private network services. In support of its Application, Charter submits the following:

I. DESCRIPTION OF THE APPLICANT AND ITS CORPORATE AUTHORITY

A. Corporate Information.

1. The full name and address of the Applicant is:

Charter Fiberlink-Tennessee, LLC
12405 Powerscourt Drive
St. Louis, MO 63131

2. Questions regarding this application should be directed to:

Charles B. Welch, Jr.
Farris Mathews Branan Bobango & Hellen, PLC
618 Church Street, Suite 300
Nashville, TN 37219
615-726-1200
fax 615-726-1776

3. Contact name and address at the Company is:

Carrie L. Cox
1265 John Q. Hammons Drive
Madison, WI 53717
(608) 826-1315

4. Charter is a limited liability company organized and existing under the laws of the State of Delaware and maintains its principal place of business at 12405 Powerscourt Drive, St. Louis, MO 63131. Charter is an affiliated subsidiary and a member of the family of companies of Charter Communications, Inc. **Exhibit A**, an organizational chart depicts the relationship of these affiliated entities. A copy of its Certificate of Formation is attached as **Exhibit B**. A copy of its Certificate of Authority to Transact Business in the State of Tennessee and Limited Liability Agreement is provided collectively as **Exhibit C**. **Exhibit D** is a list of the names and addresses of directors and officers.

5. Charter has been authorized to provide telecommunications services in Wisconsin, Illinois and Missouri. In addition to Tennessee, Charter is currently seeking authority via pending applications to provide telecommunications services in the states of Alabama and Georgia.

6. Charter has not been denied a certificate of authority in any state in which an

application has been filed.

II. Managerial, Technical and Financial Ability

A. Financial Qualifications

7. In support of its financial qualifications, Charter submits a copy of its Capital Expenditures Budget and the most recent Form 10K filed with the United States Security and Exchange Commission for the year ending December 31, 2002, as collectively as **Exhibit E**. Contemporaneously, with the approval of this application, Charter will provide a corporate surety bond or irrevocable letter of credit in the amount of Twenty Thousand Dollars (\$20,000.00) in accordance with the requirement of TCA § 65-4-125(j).

B. Managerial Ability

8. As described in the attached biographical information, **Exhibit F**, Charter's management team has extensive management and business experience in the telecommunications industry sufficient to provide the services proposed for Tennessee.

C. Technical Qualifications

9. Charter will satisfy the standards established by the TRA and applicable to Charter, including filing and maintenance of any required tariffs and or service standards (including quality of service and billing). As noted in the biographical information in **Exhibit F**, several of Charter's staff have significant engineering and technical experience and qualifications relating to deployment and operation of telecommunications companies.

10. As indicated in **Exhibit A**, Charter is affiliated with other telecommunications

companies that have, and continue to offer, a wide range of telecommunications services including local exchange service, high capacity data transport, private line, and dedicated data transport services. Charter shares resources, management, and technical expertise with these affiliates.

D. Proposed Service Area

11. Charter proposes to offer its services throughout all areas of the State of Tennessee as permitted by applicable state and federal law.

E. Types of Local Exchange Service to be provided

12. Charter will offer a wide range of services through the use of its own facilities, resold facilities, and through a combination of these provisioning methods. More particularly, Charter seeks authority to provide all forms of switched and dedicated telecommunication services including, without limitation, POTS, access service, private line, data transmission and internet services. Charter will provide services primarily through the use of its own facilities and will require interconnection arrangements with the incumbent local exchange providers.

13. Charter intends to offer its services to business and residential customers. Initially, service will consist of private line services including (non-switched) private line (including WAN/LAN) services and other private network services.

III. Repair and Maintenance

14. Questions regarding local exchange (including toll) services will be directed to Charter's Customer Repair Center in St. Louis, Missouri. Charter will establish a dedicated toll free number for its Tennessee customers. Inquiries regarding business service will be directed to the business operations unit closest to the customer. For service and maintenance issues, customers will be able to contact Charter's customer service center 24 hours a day, 7 days a week.

IV. Public Interest

15. Grant of this Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. Further, it is anticipated that an intrastate offering of these services will provide Tennessee customers with increased efficiencies and cost savings. Authorizing Charter to provide local exchange telecommunications services will materially enhance telecommunication services available to residential customers in the State of Tennessee and will facilitate economic development.

16. In particular, the public will benefit both directly, through the use of the competitive services to be offered by Charter, and indirectly, because Charter's presence in Tennessee will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service.

V. Small and Minority-Owned Telecommunications Business Participation Plan

17. Charter's Small and Minority-Owned Telecommunications Business Participation Plan is attached as Exhibit G.

VI. Toll Dialing Parity Plan

18. Charter submits its Toll Dialing Parity Plan as Exhibit H attached hereto.

VII. Numbering Issues

19. Charter does not intend to initially request numbering resources. At the time Charter commences to provision numbers, it will comply with all numbering conservation rules, promulgated by the TRA.

VIII. Customer Complaints

20. The person responsible for resolving customer complaints and responding to the TRA is:

Carrie L. Cox
Director of Legal and Regulatory Affairs
1265 John Q. Hammons Drive
Madison, WI 53717
(608) 826-1315

IX. Miscellaneous

21. Charter will file appropriate tariffs subsequent to approval of this application and before offering local exchange services to residential and business customers in the State of Tennessee.
22. Charter may require customer deposits.
23. Charter has no report of a state or federal complaint. There have been various informal inquiries, but all were resolved on such level and to the satisfaction of the customer. Permanent records of such informal inquiries are not kept. Charter has no knowledge of any type complaint or inquiry in the State of Tennessee.

CONCLUSION


24. Charter respectfully requests that the TRA enter an Order granting it a Certificate of Convenience and Necessity to Operate as a Competing Telecommunications Service provider, as defined by state law, with authority to provide a full range of local telecommunications services in all areas of the State of Tennessee as permitted by law. For the reasons stated above, Charter's

provision of these services will promote the public interest by providing high-quality service at competitive prices.

Respectfully submitted this 15th day of September, 2003.

FARRIS MATHEWS BRANAN
BOBANGO & HELLEN PLC



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